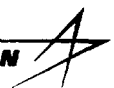


facilitate the smooth transition of CO code administration functions to those sovereign nations of the Caribbean that are now assuming this role and responsibility.

We will faithfully administer 809 NPA CO Codes, using our integrated NANPA resource database, in accordance with Industry Guidelines-INC 95-0407-008, ensuring that no carrier, segment of the industry, or sovereign nation of the Caribbean is disadvantaged. Also, we will comply with the mandates and spirit of FCC CC Docket No. 92-237; Report and Order; *In the Matter of Administration of the North American Numbering Plan*; July 13, 1995.

As the new NANPA, we will effectively and professionally work with the Dominican Republic and all regulatory and public entities in the administration of the 809 NPA CO codes. With respect to the implementation of new NPAs for those Caribbean countries that wish to implement their own, we will develop a solid plan, in conjunction with the NANC CO Transition Task Force and the regulators and public service groups of those countries, to ensure a smooth transition of the CO code administration functions.

Requirement: Input part 1 and Part 2 of the CO Code Assignment Form information into Routing Data Base System/Bellcore Rating Input Data Base System ("RDBS/BRIDS") for those countries for whom NANPA is still performing 809 CO code administration.



For those countries where NANPA is still performing 809 CO code administration [REDACTED] to input Part 1 and Part 2 of the CO Code Assignment Form information into the Routing Data Base System/Bellcore Rating Input Data Base System ("RDBS/BRIDS"). Entry of Part 1 and Part 2 of the CO Code Assignment Form will be performed [REDACTED] and will be accomplished in a timely and accurate manner to ensure that accurate and up-to-date industry information is reflected in RDBS/BRIDS.

4.2.3 International Inbound NPA 456 NXX Codes

Lockheed Martin recognizes and understands that international inbound NPA 456 is a special numbering resource and will be administered under industry-developed assignment guidelines and that implementation of these codes shall not change or revise the uniform settlements or pro rata return traffic practices between NANP Area carriers and international telecommunications organizations ("TTOs") or violate any legal/regulatory requirements incumbent upon network operators.

We understand that international inbound NPA 456 is a special numbering resource used to provide carrier identification and carrier specific routing on international inbound calls and that it is incumbent upon us as the NANP Administrator to administer NXX codes in NPA 456 under industry developed assignment guidelines. As the NANP Administrator for NPA 456 and its



associated NXXs, it is our commitment to explicitly follow industry established channels and procedures in order to fairly and equitably administer and assign NPA 456 NXXs.

We will faithfully administer NPA 456 CO Codes, [REDACTED] in accordance with International Inbound NPA (INT/NPA/NXX) Assignment Guidelines (INC 94-0826-003), ensuring that no carrier or other segment of the industry is disadvantaged. Also, we will ensure that implementation of these codes shall not change or revise the uniform settlements or pro rata return traffic practices between NANP area carriers and international telecommunications organizations ("ITOs") or violate any legal/regulatory requirements incumbent upon network operators.

Requirement: Publish existing and new 456 NXX code assignments on the NANPA web site.

We will ensure that all 456 NXX code assignments will be entered into the NANPA Web Site in a timely and accurate manner to ensure that the industry will have accurate and up-to-date information.

Requirement: Satisfy any additional reporting requirements are identified in Section 9.6.



In addition, as the new NANPA, we will provide regular reports as required for 456 NXX code resources and will include all relevant information as outlined in Section 9.6 as well as any other information that the industry deems necessary. It is also understood that, as the NANP Administrator it is our responsibility to report on the status of 456 NXX Codes as a public resource in the North American Numbering Plan Administration Annual Report.

4.2.4 PCS/N00 (NPA 500) NXX Codes

As the new NANPA, we will administer the special numbering resource Personal Communications Service ("PCS") NPA 500, per the INC NPA 500 assignment guidelines. The assignment data for this resource will be stored in the NANPA resource database and available to users through the on-line NANPA web, FTP, and report requests. NANPA personnel will regularly attend INC PCS N00-NXX workshop meetings and other appropriate industry meetings, conferences, and forums to address issues related to administration and status of this resource. Based on the apparent underutilization of this resource (72 NXX codes activated out of 476 assigned), it would be reasonable to expect INC to request reclamation procedures be initiated.

The following guidelines and controls will be adhered to in administering this resource:

- Personal Communications Services N00-NXX Code Assignment Guidelines, INC 95-0407-009
- Clarifying correspondence from the PCS N00 Code Workshop dated 12/13/93.



The Lockheed Martin NANPA administration system will be used to administer this resource. A separate resource database table will be used to store assignment data for the NPA 500 resource. This table will be used to store the status of all NXX codes in the NPA 500 resource pool, including all assigned, reserved, unassignable, and vacant NPA 500 NXX Codes. Assigned or reserved codes will be associated with the specific entity to which that code is assigned/reserved.

Requirement: Publish existing and new 500 NXX code assignments on the NANPA web site.

Upon transition, all existing and subsequent assignments will be published on the NANPA web, as well as through FTP database file and hard-copy reports.

Requirement: Any additional reporting requirements are identified in Section 9.6.

The reporting requirements specified in Section 9.6 will be adhered to, including the reports specifying: assignments, assignment rates, trends, projections, and triggers for industry action.



4.2.5 NPA 900 NXX Codes

As the new NANPA, we will administer 900 NXX codes, per the NXX assignment guidelines. The assignment data for this resource will be stored in the NANPA resource database, and available to users through the on-line NANPA web, as well as through FTP, and report requests. NANPA personnel will regularly attend INC meetings and other industry meetings, conferences, and forums appropriate to address issues related to administration and status of this resource. Specifically, we are prepared to assist in the development and adoption of the new 900 NXX Assignment Guidelines currently under development at INC and to assist in assessing the feasibility of implementing 900 number portability per FCC direction.

The following guidelines and controls will be adhered to in administrating this resource:

- NXX Assignment Guidelines (Bellcore Advisory Letter AL-86/07-006)
- New 900 NXX Assignment Guidelines, expected to be adopted by INC in 1997.

The Lockheed Martin NANPA administration system will be used to administer this resource. A separate resource database table will be used to store assignment data for the 900 NXX resource. This table will be used to store the status of all NXX codes in the NPA 900 resource pool. This includes all assigned, reserved, unassignable, and vacant NPA 900 NXX codes. Assigned or reserved codes will be associated with the specific entity to which that code is assigned/reserved.



Requirement: Provide quarterly status report to the FCC.

Quarterly reports of the status of the NPA 900 NXX resource will be provided to the FCC. These reports include data on fill rate, assignment request volumes, trends, and projected consumption rates.

Requirement: Publish existing and new 900 NXX code assignments on the NANPA web site.

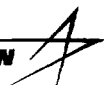
Upon transition, all existing and subsequent assignments will be published on the NANPA web, the FTP database file and hard-copy reports.

Requirement: Satisfy any additional reporting requirements are identified in Section 9.6.

The reporting requirements specified in Section 9.6 will be adhered to, including the reports specifying: assignments, assignment rates, trends, projections, and triggers for industry action.

4.2.6 N11 Service Codes

Service codes in the N11 format are a vital resource for emergency services and a rapid information dissemination process for repair, business office support and directory assistance.



Lockheed Martin will administer these codes throughout the NANP serving area with an emphasis on maximum utilization and service area support. We will work with federal and state entities to ensure that a consistent and effective process is in place to deliver the highest quality service to all jurisdictions and countries. We will also work closely with those LECs that administer N11 codes as part of their CO code Administration responsibilities.

On February 18, 1997, the Federal Communications Commission released the "First Report and Order and Further Notice of Proposed Rulemaking for N11 Codes," CC Docket 92-105. The FCC implemented several key actions in the Order, including the use of 711 as a national code for TRS and the use of 311 as a national code for non-emergency police and other government services. The Order indicates that regional jurisdictions currently using 311 for other purposes will have six months to terminate the use of 311 for other than the above stated purposes. Additionally, the Order allows for competitive LECs to use 611, repair services, and 811, business office services, just as incumbent LECs have been using them. When a customer calls 611 or 811, they will be connected directly to those services offered by the new LEC. Lockheed Martin will work directly with FCC staff to assist in further policy development as it relates to N11 assignments. This Order is now awaiting responses through April 30, 1997.

Lockheed Martin will also work closely with the Canadian Steering Committee on Numbering (CSCN) in its efforts to establish a policy for the assignment of N11 codes. We will also invest resources in all organizations currently developing appropriate regulatory actions to support the



proper assignment of N11 codes. We will review all paper records of assignment currently being managed by Bellcore to establish an effective historical record of assignment, and staff this effort with policy personnel, who will take an active leadership role in developing a satisfactory assignment plan that meets the needs of the telecommunications industry as a whole.

Requirement: Publish existing and new N11 service code assignments on the NANPA web site.

All existing and new N11 service code assignments will be published on the NANPA web site, and notices of any status changes will be listed with the FCC for inclusion into the Federal Register. Additionally, information will be provided semi-annually to the NANP distribution list, which will include any and all assignments of N11 codes; assignment rates, if applicable; trends and projections for N11 code assignments; and triggers for industry action. Also, information from the web site will clearly describe the services to which the N11 code is assigned.

Requirement: Satisfy any additional reporting requirements identified in Section 9.6.

We will adhere to the reporting requirements specified in Section 9.6.



4.2.7 800 855-XXXX Line Numbers

Lockheed Martin recognizes and understands that numbers within the 800-855-XXXX will be administered by industry agreement and in accordance with industry developed guidelines with respect to services in the U.S. for the hearing impaired.

We will faithfully administer line numbers within the 800-855-XXXX line resources, using our integrated NANPA Resource Database, in accordance with 800-855 number Assignment Guidelines (INC 94-0401-001), and we will ensure that implementation of these line numbers will be for the benefit of the hearing impaired within the U.S. In addition, [REDACTED] [REDACTED] will professionally and quickly respond to all customer contacts and process requests for line numbers within the 800-855-XXXX line resources.

Requirement: Publish existing and new 800-855 number assignments on the NANPA web site.

All 800-855-XXXX line number assignments will be entered into the NANPA Web Site in a timely and accurate manner to ensure that the industry has accurate and up-to-date information.

Requirement: Satisfy any additional reporting requirements identified in Section 9.6.

Also, as the new NANPA, we will provide regular reports as required for line numbers within the 800-855-XXXX resource and will include all relevant information as outlined in Section 9.6 and any other information that the industry deems necessary. It is also understood that, as the NANP Administrator, it is our responsibility to report on the status of 800-855-XXXX line number assignments as a public resource in the North American Numbering Plan Administration Annual Report.

4.2.8 555-XXXX Line Numbers

Lockheed Martin recognizes and understands that NPA-555-XXXXs (referred to as “555 numbers”) have quickly emerged as an important numbering resource for information service providers and shall be implemented according to the recent Industry Carriers Compatibility Forum (“ICCF”) agreement. We understand that the new NXX code 555 recently developed by INC (commonly referred to as “555 numbers” and taking the form of NPA-555-XXXX line numbers) represents a unique and important new numbering resource for information service providers.

As NANP Administrators we shall perform the general administration of NXX code 555s in a professional, high-quality manner, ensuring that the NPA-555-XXXX line number resources are assigned in a timely, neutral, and evenhanded fashion per the Industry Carriers Compatibility Forum (“ICCF”) agreement on 555 technical service interconnection arrangements and dialing

plans. In this regard, we will actively monitor assignment of NPA-555-XXXX line numbers to ensure that these 555 numbers shall be utilized in accordance with “national” or “non-national” assignment guidelines.

We will faithfully administer line number resources within NXX Code 555 in accordance with the Assignment Guidelines as set forth in INC 94-0429-002, and we will ensure that implementation of these line numbers will reflect the terms and conditions reached in the agreement with the Industry Carriers Compatibility Forum (“ICCF”) on 555 technical service interconnection arrangements and dialing plans. In this regard, we will actively monitor 555-XXXX number assignments to ensure that all requests for 555 numbers are in compliance with “national” and “non-national” service guidelines and all regulatory and service requirements.

Requirement: Publish existing and new 555 number assignments on the NANPA web site.

We will assign and administer all 555 line numbers using our integrated NANPA Resource Database. In addition, all 555 line number assignments will be entered into the NANPA Web Site in a timely and accurate manner to ensure that the industry will have accurate and up-to-date information.

Requirement: Satisfy any additional reporting requirements identified in Section 9.6.



As the new NANP, we will provide regular reports as required for line numbers within the 555-XXXX resource and will include all relevant information as outlined in Section 9.6 as well as any other information that the industry deems necessary. It is also understood that, as the NANP Administrator, it is our responsibility to report on the status of 555-XXXX line number assignments as a public resource in the North American Numbering Plan Administration Annual Report.

4.2.9 Carrier Identification Codes (CICs)

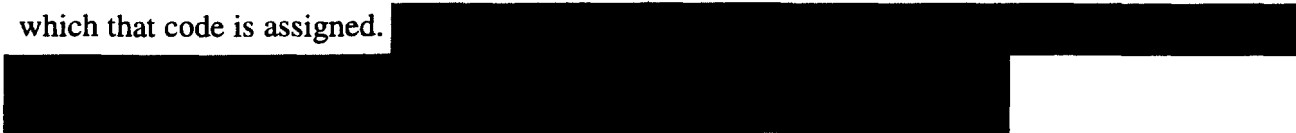
As the new NANPA, we will administer CICs, per the CIC Assignment Guidelines as amended by FCC directives. The assignment data for this resource will be stored in the NANPA resource database, and available to users through the on-line NANPA web, FTP, and report requests. NANPA personnel will regularly attend INC meetings and other appropriate industry meetings, conferences, and forums to address issues related to administration and status of this resource. Specifically, we understand the concerns associated with the administration of this resource. We will strive to maintain a balance between responsibly administering a finite resource and satisfying the requirements of service providers in obtaining CICs for local exchange access routing and billing, an essential aspect of providing telecommunications services. We will implement the reclamation and access purchase verification procedures of the assignment guidelines to ensure appropriate use of the resource. The NANP help desk will provide phone support for assistance and information related to CIC assignment administration requests.



The following guidelines and controls will be adhered to in administrating CICs:

- CIC Assignment Guidelines (INC 95-0127-006)
- FCC directives on assignments, primarily letters from K.M.H. Wallman (FCC) to R.R. Connors (Bellcore NANPA), dated September 26, 1995 and October 23, 1995
- Precedents established through past assignments.

The Lockheed Martin NANP administration system will be used to administer CICs. A separate resource database table will be used to store assignment data for the CIC resource. This table will be used to store the status of all CICs in the resource pool. This includes all assigned, unassignable, and vacant CICs. Assigned codes will be associated with the specific entity to which that code is assigned.



Requirement: NANPA shall provide various assignment reports on a monthly and quarterly basis. These reports will be based on the assignment guidelines. In addition, the NANPA will provide the following information:

1. Reclamation letters
2. Monthly FCC report on CIC assignments and denials
3. Monthly industry forum CIC assignment status reports
4. FCC Access/Usage reports (2) yearly



All reports will be available in printed copy and published on the World Wide Web.

Quarterly status report to the FCC.

We will provide on-line and hardcopy reports on a monthly and quarterly basis of the status of the CIC resource, per the assignment guidelines. Additional information available via the NANPA web will include: (1) reclamation letters; (2) monthly CIC assignments and denials for the FCC; (3) monthly industry forum assignment status reports; (4) access/usage reports yearly for the FCC.

4.2.10 Vertical Service Codes (VSCs)

The assignment of Vertical Service Codes supports standardization and consistency across all industry sectors in the Public Switched Telephone Network (PSTN). VSCs are assigned to features or services to enable consistent accessibility throughout the PSTN. Lockheed Martin will manage these resources to ensure that common/standard VSCs minimize customer confusion and provide a standard service access approach for features and services within multiple individual networks.

INC 96-0802-015 and other industry specific guidelines will determine the assignment principles that will be the basis for consistent management of these resources. Lockheed Martin will provide copies of the VSC assignment guidelines when requested by applicants and will review



the documentation to determine if the code request is justified based on conditions set forth in these guidelines. If a code application is denied, Lockheed Martin will provide specific reasons to the applicant in writing with instructions on how and where to appeal the decision.

Lockheed Martin will publish quarterly the assigned codes and service provider identification information in the Local Exchange Routing Guide (LERG). We will also facilitate appropriate resource pool identification and evaluate existing assignments to eliminate overlap or duplicate assignments. We will consult with INC to identify and develop industry recommendations related to the assignment and administration of VSCs and modification of all pertinent guidelines.

VSC assignments are currently identified as a paper record system, which will be converted [REDACTED] [REDACTED] include any individual regional usage of VSC codes to identify all current inconsistencies that exist in the use of VSCs for specific features or services. This tool will be used to facilitate the standardization of future assignments and minimize conflicts anywhere in the NANP area.

Requirement: Publish existing and new VSC assignments on the NANPA web site.

All existing and new VSC assignments will be published on the NANPA web site, and notices of any status changes will be listed with the FCC for inclusion into the Federal Register.



Additionally, information will be provided semi-annually to the NANP distribution list that will include any and all assignments of VSCs; assignment rates, if applicable; trends and projections for VSC assignments; and triggers for industry action. Also, information from the web site will describe the services to which the VSC is assigned.

Requirement: Satisfy any additional reporting requirements identified in Section 9.6.

We will adhere to the reporting requirements specified in Section 9.6.

4.2.11 Automatic Number Identification Information Integers (ANI II Digits)

ANI "II" digits are two digits that are sent with the originating telephone number identifying the type of originating station, such as Plain Old Telephone (POTS), hotel/motel etc., and is a relatively little used feature. Lockheed Martin will manage and track the physical assignment of the digits and interface directly with the INC to resolve all issues related to any request for assignment of ANI II digits.

We will review all paper records of assignment currently being managed by Bellcore to establish an effective historical record of assignment. We will staff this effort with policy personnel, who will take an active leadership role in developing a satisfactory assignment plan that meets the needs of the telecommunications industry as a whole.



Requirement: Publish existing and new ANI II assignments on the NANPA web site.

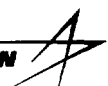
All existing and new ANI II assignments will be published on the NANPA web site, and notices of any status changes will be listed with the FCC for inclusion into the Federal Register. Additionally, information will be provided semi-annually to the NANP distribution list, including any and all assignments of ANI II digits; assignment rates, if applicable; trends and projections for ANI II assignments; and triggers for industry action. Also, information from the web site will describe the services to which ANI II digits are assigned.

Requirement: Satisfy any additional reporting requirements identified in Section 9.6.

We will adhere to the reporting requirements specified in Section 9.6.

4.2.12 Non-Dialable Toll Points (NPAs 886 and 889)

██████████ will administer and maintain central office codes associated with Non-Dialable Toll Points (NPAs 886 and 889). We understand that these CO codes are assigned to individual stations, which are typically located in extremely remote areas where standard telephone service is not available and that there are currently no assignment guidelines that govern the specific assignment of CO codes within these NPAs. We also understand the CO



code activity within the NPAs is relatively static with extremely low assignment rates. Thus, the administration of these Non-Dialable Toll Points will be a shared task.

Absent any standard industry guidelines, we will administer and process CO codes within these NPAs using the same tools [REDACTED]

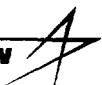
[REDACTED] that we will use to administer CO codes within other NPAs. In addition, we will ensure that the LERG is updated to maintain these Non-Dialable Toll Points.

4.2.13 Additional NANPA Functional Requirements

[REDACTED]
[REDACTED] Local competition is about to emerge as well as the corresponding need for new neutral third-party database administration services. We stand ready to serve the telecommunications industry, administering any new NANP numbering resources as determined by the industry.

Requirement: Participate in the development of any new numbering assignment guidelines and provide input on its ability to assign and administer the number resources.

As the new NANPA, Lockheed Martin will participate in whatever capacity is required in the development of any new numbering assignment guidelines. When the industry has determined



that, or is considering if, we should assign and administer a new numbering resource, we will provide information—computer hardware, application software, staff, reports, etc.—on how we will administer the resource.

Requirement: Change administrative and/or assignment procedures relative to the existing NANP numbering resources based on approved changes to the guidelines identified in Attachment 1 or by regulatory directives.

As required, we will adapt our administrative and/or assignment procedures to administer existing NANP numbering resources when corresponding industry guidelines are changed by industry consensus or regulatory directive.

4.3 NANP Transition Plan

Requirement: Describe how it will transition and incorporate the current NANP functions into its organization considering the transition requirements described below.

Lockheed Martin IMS has successfully transitioned many programs during the past decade.

[REDACTED]

We know that successful transitions start with good planning, the right personnel, and rock-solid execution.



We are prepared to begin transition steps immediately upon FCC approval of our selection as the new NANPA and Billing and Collection Agent (if jointly awarded). Exhibit 4-1 provides an overview of the major transition phases as specified in Section 4.3 of the Requirements Document. As required, within 15 business days of the start of the transition period, we will meet with Bellcore to formulate a specific timeline for the transition activities and to submit a detailed Transition Plan to NANC.

As required, our Transition Plan will include steps for the following:

- On-site training and consultation from the current NANPA, Bellcore, on specific number resource administrative processes and specific day-to-day activities
- Transfer of all electronic and paper files from Bellcore
- Communication of past "precedent-setting" decision and current federal and state docket activities.

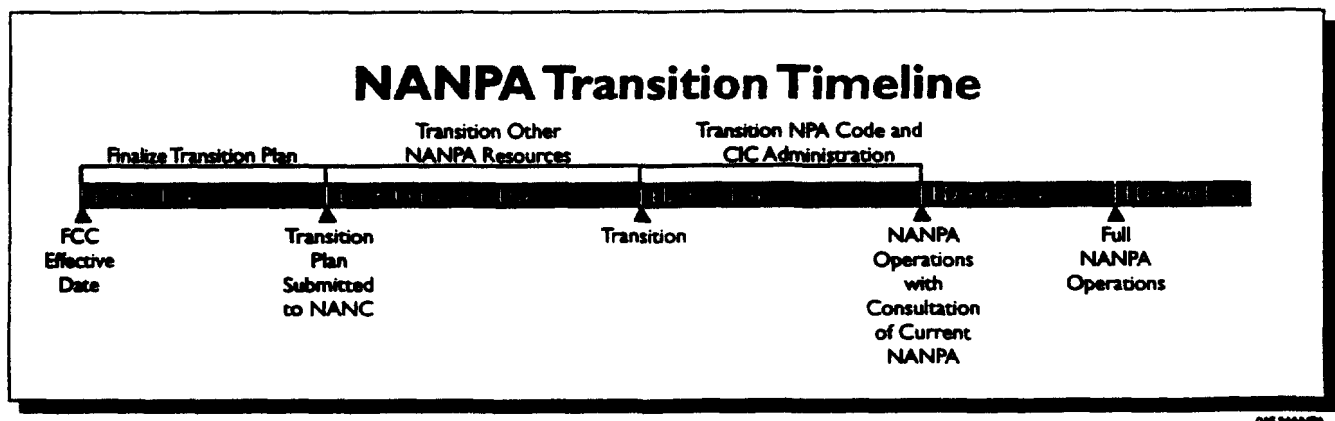


Exhibit 4-1. Our transition plan will address and cover all of the elements required for a successful transition of NANPA functions.


We have examined the NANPA Working Group's 90-day transition methodology of: 1) transferring non-CIC and non-NPA administration activities within the first 30 days, 2) transferring CIC and NPA administration in the next 30 days, and 3) solely performing NANPA operations during the last 30 days with consultation, as necessary, from the current NANPA. We find this process to be prudent and well conceived, establishing a common-sense and staged approach to provide a firm foundation for transition activities.

In addition to the Transition Plan, we will develop an Implementation Plan to ensure that we successfully transition all NANPA activities within the required 90-day timeframe. This plan will be thorough, comprehensive, and detailed. Tasks are defined and resourced to address every aspect of the implementation, including system transition, facilities, personnel, training, and implementation.



5.0 CENTRAL OFFICE CODE ADMINISTRATION

HIGHLIGHTS

- Timely and accurate administration of CO codes in strict accordance with industry guidelines
- 
- Solid working relationships with local regulators for proper knowledge of local/regional environments
- Proactively monitor NPA usage, exhaust, trends, and growth rates for accurate projecting NPA exhaust
- Thoroughly analyze local dialing plans and demographics for deriving preferred and alternative NPA relief plans
- Detailed plan ensure successful transition of CO code administration functions from current regional administrators

Lockheed Martin recognizes the importance of administering central office codes in a timely, neutral, evenhanded fashion, as well as the criticality of monitoring NPA users and exhaust.



Overview

We understand the complexity and importance of transitioning CO code administration responsibilities, now mainly performed by major incumbent LECs, to a neutral third party, especially in the wake of local competition. CO codes, like telephone numbers, are a valuable public and competitive resource. As the leading neutral third-party database administrator for the telecommunications industry, we know that our role is to faithfully carry out policy. We will faithfully administer CO codes in accordance with Industry Guidelines—INC 95-0407-008, ensuring that no carrier or segment of the industry is disadvantaged.

Also, as an agent of the industry, we will monitor NPA usage and exhaust. Given the exponential and unprecedented growth in requests and use of CO codes over the last few years due to expanded telecommunications services—Internet, wireless, etc., there will be continued pressure on increasing the number of NPAs and the need for NPA splits, overlays, and boundary realignments. Clearly, this valuable resource must be actively monitored and the proper relief methods must be chosen until new relief methods are available (e.g., number pooling and service portability).

As the new NANPA, we will effectively and professionally perform all required CO code administration in accordance with all Industry Guidelines—Central Office Code (NXX) Administration Guidelines (INC 95-0407-008) and NPA Code Relief Planning Guidelines (INC 94-1216-004, Rev. 1). Also, we will work with local regulators and public service groups to



develop and continually reinforce our knowledge of local geography, demographics, growth patterns, and dialing plans. We have given this responsibility much consideration, because it is critical for us to assume CO code administration activities as well as to offer the most appropriate NPA relief options and background information for industry consideration. Finally, we will develop a solid plan, in conjunction with the NANC CO Transition Task Force, so we can execute an orderly transition of CO code administration activities.

5.1 General Responsibilities

As described in the overview above, we understand and will perform the general CO code administration responsibilities in a professional, high-quality manner, ensuring that CO codes are assigned in a timely, neutral, and evenhanded fashion. We understand our role as the industry's agent concerning numbering issues and NPA use and relief planning. In this regard, we will actively monitor CO code assignments and trends, and thoroughly analyze relief planning options for NPAs in jeopardy. Specifically, we will perform the following general activities (more fully explained in Section 5.2):

- Client Services
- Central Office Code Request Processing
- Industry Notification Functions
- NPA Relief Planning
- Jeopardy NPA Processing.

